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Subchapter V Trustee

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division**

IN RE:)	
)	
SKIN LOGIC, LLC)	
)	Case No. 23-11352-KHK
)	Chapter 11
Debtor)	

**LINE FILING AMENDED ASSET PURCHASE AGREEMENT RE:
SUBCHAPTER V TRUSTEE'S MOTION FOR ENTRY OF
AN ORDER APPROVING SALE OF SUBSTANTIALLY ALL OF DEBTOR'S ASSETS**

1. On November 15, 2024, Stephen Metz, Subchapter V trustee (the "Trustee") filed a Motion for Entry of an Order Approving Sale of Substantially All of Debtor's Assets [Doc. 160] (the "Sale Motion"). In the Sale Motion, the Trustee seeks approval to sell Debtor's assets to Dr. Leila Kump or designated assignee Aria Elite LLC for \$1,150,000.00 (the "Purchase Price").

2. The Trustee received comments from Angela Shortall, the chief restructuring officer for BNG Group LLC, on the Asset Purchase Agreement (the "APA") attached to the Sale Motion and discussed cure provisions with respect to the Lease attached to the APA as Schedule B.

3. Attached hereto is an executed Amended APA dated January 13, 2025, which strikes through Nos. 3 and 4 on Schedule A, and attaches a revised Lease (as part of Schedule B) which includes agreed-upon cure provisions.

4. The Lease attached to the Amended APA defines “Cure Amount” and provides that the obligation to pay the Cure Amount is deferred to the end of the Lease Term, is waived if there are no defaults, is carved out of the personal guaranty that the assignee will execute, and is triggered upon a further assignment of the Amended Lease unless otherwise agreed.

Respectfully submitted,

OFFIT KURMAN, P.A.

By: /s/ Stephen A. Metz
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Subchapter V Trustee

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this 13th day of January, 2025, a copy of this Consent was served via CM/ECF on all registered ECF participants who have appeared in this case.

/s/ Stephen A. Metz
Stephen A. Metz

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